

DEED OF DISTRIBUTION

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1171 ?

KNOW ALL BY THESE PRESENTS, That I, MARY N. DAVIS of Waterville, County of Kennebec and State of Maine, duly appointed and acting PERSONAL REPRESENTATIVE OF THE ESTATE OF EARLE M. DAVIS, deceased, which administration has been allowed by the Probate Court of the County of Kennebec and State of Maine, by the power conferred by law and every other power (in distribution of the Estate), and acting in the aforesaid capacity, do hereby grant to MARY N. DAVIS, of Waterville, County of Kennebec, whose mailing address is 14 Cherry Hill Terrace, Waterville, Maine 04901, being the person entitled to distribution hereof, a life estate in the one-half interest of said Earle M. Davis in the hereinafter described real property located in Waterville, in the County of Kennebec, and State of Maine, upon the terms and conditions and with the powers set forth in Item Third of the Last Will and Testament of Earle M. Davis as set forth in the First Codicil thereto, a copy of which First Codicil is attached hereto as Schedule A and hereby made a part hereof, including but not limited to the power to sell, convey, transfer and deliver any and all of principal of the life estate as set forth in Section (B) of said Item Third.

Said real property is bounded and described as follows:

A certain lot or parcel of land, with any buildings or improvements thereon, situated in Waterville, County of Kennebec, State of Maine, and being Lot No. 84 and Lot No. 85 on the revised Plan of Cherry Hill Terrace made by Associated Engineers, Inc. dated January 31, 1957 and recorded in the Kennebec County Registry of Deeds, Plan Book 20, Page 50, to which reference may be had for a more particular description.

This property is conveyed subject to an easement which is described as follows, viz:

Mary N. Davis owns one - undivided
half interest and a life estate
in

An easement for a public sewer to the Waterville Sewerage District fifteen (15) feet in width, the center line of which is situated ten (10) feet easterly of the common boundary line between said Lot No. 84 and No. 85 and which runs from Cherry Hill Terrace southerly and parallel to said common boundary line between Lot No. 84 and 85 to the center of a manhole situated near the southwest corner of said Lot No. 84 and thence runs westerly with the center line parallel with the southerly line of Lots No. 84 and No. 85 and five (5) feet northerly thereof, eighty (80) feet, more or less, to the center of a manhole, all as more particularly described in an easement deed from A. Raymond Rogers and Arthur T. Eaton, Executors and Trustees under the will of Harvey D. Eaton to the Waterville Sewerage District, dated April 3, 1957 and recorded in the Kennebec County Registry of Deeds in Book 1076, Page 60, to which reference is hereby made for a more particular description of the easement to which said Lot No. 84 and Lot No. 85 are subject.


Said Lot No. 84 is conveyed subject to a further easement in favor of Lot No. 74 and Lot No. 75 on said Plan, permitting the laying and maintenance of a private sewer line to the manhole which lies near the southwest corner of said Lot No. 84. Said easement is reserved in favor of Lot No. 74 and Lot No. 75 according to said Plan.

Said property is conveyed subject to the restrictions, covenants and conditions set forth in two deeds from Alfred J. Carey to Earle M. Davis and Mary N. Davis, dated June 9, 1959 and May 25, 1972, and recorded in the Kennebec County Registry of Deeds in Book 1153, Page 391 and in Book 1625, Page 27, respectively.


Being the same premises conveyed to Earle M. Davis from Mary N. Davis in a Quitclaim Deed dated July 27, 1992 and recorded in the Cumberland County Registry of Deeds Book 4200, Page 228 and another Quitclaim Deed dated July 27, 1992, from Mary N. Davis to Earle M. Davis, recorded in the Cumberland County Registry of Deeds Book 4200, Page 230.

TO HAVE AND TO HOLD said life estate, together with all privileges and appurtenances thereto belonging, unto the said MARY N. DAVIS, for and during the term of her natural life.

IN WITNESS WHEREOF, the said Mary N. Davis, Personal Representative as aforesaid, has hereunto set her hand and seal this 27th day of August, 1993.



Witness



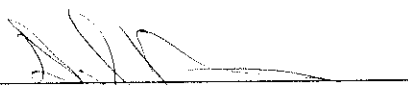
Mary N. Davis
Personal Representative of
the Estate of Earle M. Davis

STATE OF MAINE
COUNTY OF KENNEBEC, ss.

August 27 , 1993

Personally appeared the above-named Mary N. Davis and
acknowledged the foregoing instrument to be her free act and deed
in her said capacity.

Before me,


Notary Public
Attorney at Law

DAVID R. WHITTIER
MY COMMISSION EXPIRES:
AUGUST 31, 1993
Type or print name

SEAL

WHEREAS, I, Earle M. Davis of Waterville, County of Kennebec and State of Maine, on the 3rd day of February, 1989, made and executed my last will and testament in writing; and

WHEREAS, I now desire to make certain changes in my said last will and testament;

NOW, THEREFORE, I do hereby make, publish and declare this as a first codicil to my said last will and testament, to be annexed to and taken and allowed as part thereof:

First: I revoke, rescind and annul Item Third of my said last will and testament and insert in place thereof the following:

"Third: (A) If my spouse, Mary N. Davis, shall survive me, I devise the full use, possession and income of all my real estate and interests in real estate constituting my home in Waterville, Maine (including lots number 84 and 85 on the revised plan of Cherry Hill Terrace made by Associated Engineers, Inc., dated January 31, 1957, and recorded in the Kennebec County Registry of Deeds, Plan Book 20, Page 50 and the improvements thereon) to my said spouse, Mary N. Davis, for and during a term ending on the death of my spouse and upon the end of said term, I devise the same to such of my lawful issue as are then living, per stirpes, ascertained as if I had died at the end of said term.

(B) Without in any way enlarging, limiting or restricting the rights of my spouse, in, to or relating to or in respect of the life estate hereinbefore created under this Item Third, I hereby authorize and empower my spouse, at any time and from time to time, during said term to register, in my spouse's own name, as life tenant hereunder, any and all shares of stock, bonds, evidences of indebtedness or other securities comprising any or all of the aforesaid life estate created under this Item Third and to vote any such shares of stock in such way and for such purpose as my spouse, in my spouse's absolute discretion, may determine, and to sell, convey, lease for any period of time which may extend beyond the duration of said term, mortgage, hypothecate, assign, transfer and deliver any and

all of the principal (real or personal) of the aforesaid life estate created under this Item Third, to such person or persons and for such price or prices (which shall be the reasonable value thereof) and upon such terms and conditions as my spouse, in my spouse's sole discretion may determine, and to invest, reinvest or exchange from time to time any of the property at any time comprising part of said life estate for shares of stock, bonds, mortgages, real estate or other property, and for any of the aforesaid purposes I hereby give my said spouse full right, power and authority to make, execute and deliver any such deeds, conveyances, leases, mortgages, assignments, transfers or other instruments of title as may be necessary or proper without any application to, or intervention of, or license or authority from any court of probate or other court whatsoever having jurisdiction in the premises; provided always, the property comprising said life estate and the avails of any sale, sales, mortgages or other disposition thereof and property of any name or nature into which the same may be invested, exchanged and/or converted during said term, shall be held and disposed of upon my spouse's death in the same manner as I have hereinbefore provided for the original property comprising said life estate. Any deed, conveyance, lease, mortgage, assignment, transfer or other instrument of title executed and delivered by my said spouse shall be conclusive evidence of the due and proper exercise of the foregoing power in accordance with all the provisions hereof and no purchaser from, or anyone else (including beneficiaries hereunder) having any dealings with, my spouse in good faith shall (i) be responsible for the application of any money or other thing of value paid to, or in accordance with the direction of, my spouse, or for carrying out any of the provisions of this will (the receipt of my spouse being a full discharge), or (ii) be under any obligation to ascertain or inquire into the power or authority of my spouse to sell, convey, lease for any period of time which

may extend beyond the duration of said life estate, mortgage, hypothecate, assign, transfer, deliver, partition, invest, reinvest, exchange, lend, pledge, encumber, dispose of or deal with any of the property at any time comprising part of the life estate or to receive or make any payment, distribution or application or to execute and deliver any instrument or to take any other action of any kind taken or contemplated by my spouse, or be under any obligation to ascertain or inquire into the reasonableness or propriety of any such action taken or contemplated by my spouse.

(C) Anything in this Item Third to the contrary notwithstanding my said spouse shall have the right, but subject to the standards hereinafter set forth, to consume, invade or appropriate for my spouse's own use from time to time during the lifetime of my spouse, such portion or portions of the principal of this life estate as my spouse shall deem sufficient, together with such other means of support as my spouse shall then have, to properly support and maintain my spouse in the accustomed manner of living of my spouse and to meet my spouse's medical, dental, hospital and nursing expenses and expenses of invalidism.

(D) I recognize that my Personal Representative will have the discretion, under the Federal estate tax laws, to elect or not to elect to treat said life estate as qualified terminable interest property, and I also recognize that to the extent such election is not made, the said life estate will not qualify for the marital deduction in determining the Federal estate tax on my estate."

(E) If my spouse, Mary N. Davis, shall not survive me, I devise all my real estate and interests in real estate constituting my home in Waterville, Maine (including lots number 84 and 85 on the revised plan of Cherry Hill Terrace made by Associated Engineers, Inc., dated January 31, 1957, and recorded in the Kennebec County Registry of Deeds, Plan Book 20, Page 50 and the

Paul A. Davis

improvements thereon) to such of my lawful issue as shall survive me, per stirpes.

Second: I hereby reaffirm and redeclare my said last will and testament in all respects except as hereinabove expressly provided.

IN TESTIMONY WHEREOF, I, Earle M. Davis, the testator, on this 27th day of July, 1992, being first duly sworn, do hereby declare to the undersigned authority that I sign and execute the four several pages of this instrument as a first codicil to my said last will and testament and as a redeclaration of my said last will and testament, and that I sign willingly as my free and voluntary act and that I am eighteen years of age or older, of sound mind, and under no constraint or undue influence.

Earle M. Davis
Testator

We, the undersigned witnesses, being first duly sworn, do hereby declare to the undersigned authority that the testator has signed and executed this instrument as a first codicil to his last will and testament and as a redeclaration of his said last will and testament, and that he signed it willingly, and that each of us, in the presence and hearing of the testator, signs this first codicil as witness to the testator's signing, and that to the best of our knowledge the testator is eighteen years of age or older, of sound mind and under no constraint or undue influence.

Carolyn B. Woodworth
Witness

Mary H. Thompson
Witness

Elaine R. Dyer
Witness

The State of Maine
County of Cumberland

Subscribed, sworn to and acknowledged before me by Earle M. Davis, the testator, and subscribed and sworn to before me by Carolyn B. Woodworth, Mary H. Thompson and Elaine R. Dyer witnesses, this 27th day of July, 1992.

Barbara J. McKeown
Barbara J. McKeown
Notary Public
Notary Public, Maine
My Commission Expires March 18, 1998

RECEIVED KENNEBEC SS.
93 AUG 31 AM 9:00
ATTEST: Barbara J. McKeown
REGISTER OF DEEDS